

EXHIBIT A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., <u>et al.</u>,)	Case No. 01-1139 (KJC)
)	
Reorganized Debtors.)	
)	

**ORDER GRANTING FINAL FEE APPLICATION OF TRE ANGELI LLC
AS FORMER CO-FINANCIAL ADVISOR TO DAVID. T. AUSTERN,
FORMER ASBESTOS PI FUTURE CLAIMANTS' REPRESENTATIVE,
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED
FROM MARCH 3, 2008 THROUGH AUGUST 31, 2009**

Tre Angeli LLC (“Tre Angeli”), former co-financial advisor to David T. Austern, former asbestos personal injury future claimants’ representative appointed in the above-captioned cases, filed a final fee application for allowance of compensation and reimbursement of expenses from March 3, 2008 through August 31, 2009 (the “Final Fee Application”). The Court has reviewed the Final Fee Application and finds that:

- (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334;
- (b) notice of the Final Fee Application, and any hearing on the Final Fee Application, was adequate under the circumstances;
- (c) all persons with standing have been afforded the opportunity to be heard on the Final Fee Application.

Accordingly, it is hereby

ORDERED that the Final Fee Application is **GRANTED** on a final basis in the amount of \$870,000.00 for fees incurred and \$4,568.88 for reimbursement of expenses, for a total of \$874,568.88 for services rendered and expenses incurred by Tre Angeli for the period from March 3, 2008 through August 31, 2009.

Dated: _____, 2014

Honorable Kevin J. Carey
United States Bankruptcy Judge